

## COMPANY PROFILE

### 1. Introduction

The OSEMEIKHIAN & SONS ENGINEERING CO. LIMITED (OSECO) is a profit making company that is representing a collection of competitive companies engaged daily in all aspects of ENGINEERING, OIL & GAS SECTOR, CONSULTANCY, IMPORT & EXPORT and AGRICULTURE mostly in palm oil production, maintenance and the supply of related goods and services.

The company is registered under the corporate affairs Act and governed by its constitution and by-laws.

Ongoing changes in government approaches to Agriculture maintenance coupled with recent technological advancements affecting our Agricultural industries make it essential for the company to regularly review the goals and priorities of the company.

Our business plan is a calculated approach from other companies in the same business, a summary of our organizational structure and a statement of our strategic objectives. The plan sets out who we are, how we function, where we are going and what we need to do to succeed.

*The Business Plan is intended as a document to be used repeatedly by the company to describe its activities and benchmark goals. As such, annual updates will be made accordingly.*

### 1.1 Vision

- The OSEMEIKHIAN & SONS ENGINEERING CO. LIMITED (OSECO) is the recognized advocate for a balanced, safety development that sustains and promotes provincial economic growth.
- Also to be the best-in-class provider of innovative and commercially proven solutions for Information technology as well as Engineering services sector

### 1.2 Mission

- Our mission is to be the provider of choice in the market we serve- achieving that dominance through lasting positive relationships with our customers and investors.
- To build strong relationships with our Industry partners to participate shoulder to shoulder in new projects.

- Maintain the constant pursuit of new technology and ideas to make sure we're on the cutting edge - the "new horizon" of oil and gas production worldwide. This not only means we can develop an oil field quickly and cleanly, pleasing those affected by the development; it also means the field may become productive more rapidly than would be the case using older technologies.
- Act as thoughtful custodians of the land we work in, respecting not only the habitat surrounding us, but the people, as well.
- Be involved with the citizens close to our production locations, so we can understand their needs, and do our part to make sure that local residents can receive a benefit for our custodianship and involvement in their home country or countries.
  - We communicate sound, clear company positions and expectations to government at all levels.
  - We promote public awareness of our company activities, innovative solutions to all sectors issues and value for tax spent on those sector projects.
  - We provide training, safety awareness, support, fellowship, ethical leadership and a strong voice for our members.

### **1.3 Building the Road Ahead**

“Building The Road Ahead” is the company’ policy position paper detailing the critical link between an efficient, well maintained structure and a strong economy.

## **OSECO CORPORATE CULTURE**

- **CORPORATE SPIRIT**

Push on, never give up

- **CORPORATE VALUE**

To be a man before doing business

- **MANAGEMENT PHILOSOPHY**

Solidarity, Diligence, Pioneer and Discipline

Justice, Objectiveness, Communication and Transparency

- **DEVELOPMENT TARGET**

To establish the scientific distribution system and advance corporate culture

To accomplish regulations and rules

To consummate sales and administration system

To specify operating direction and realize sustainable development

### **OSECO OPERATING STRATEGIES**

- To operate legally and moderately
- To select familiar industries to form core competition
- To focus on the market and control the relevant resources through expanding market.
- To expand the operating scale rapidly and make benefits by setting higher starting point and making large investment.

#### **1.4. History**

OSEMEIKHIAN & SONS ENGINEERING COMPANY LIMITED. Also known as OSECO LIMITED was established in the year 2007 with little experience about the founding. However, during the course of growth, from small to large, weak to strong, we have accumulated abundant skills to build our capital base and attract many talents. Currently our company has become a multiple conglomerate, which consists of five sessions.

OSECO is dedicated to providing comprehensive and efficient Engineering Services as well as Consultancy Services, Oil & Gas, Agriculture and Import & Export. OSECO Company is limited by shares and was formed as a demand of a continually changing market place and to ensure that clients receive cost effective solutions in the field of Engineering, Agriculture, Oil & Gas, Import & Export as well as Information Communication Technology. We keep on the cutting edge of Technology.

The consultation services offered by OSECO include design and processing of grading street, electrical Installations, construction control, Civil Engineering as well as Information Technology solutions.

OSEMEIKHIAN & SONS ENGINEERING COMPANY (OSECO) has gradually expanded across market sectors and geographic borders spreading our presence across the region of Asia and Africa. We are proof that a company of indigenous root can compete with the best from around the World.

We are positioned to carry out any type of engineering services and Information technology services. We offer State-of-the –art technology and services.

The strength of our company is in the commitment of our customer to work together to secure the long term viability of our industry. Also our customers make a substantial contribution to the company economy and quality of life.

## **1.5 SERVICE LINES**

### **1.5.1 ENGINEERING**

- (a) To carry on the business of general construction works, maintenance of buildings, factories, warehouse, shops, hotels, housing estates, roads, railways, bridges', jetties canals etc., general industrial works. Installation/networking and general contracts.
- (b) To carry on the business as manufacturers, dealers and suppliers on all kind of building material such as fittings, wooden pallets, adhesives, blocks, tiles, marbles, zinc, nails, cement, hinges, bolts, aluminum, glasses, wood/timber and any structure of any description either in part or full.
- (c) To carry on the business general oil fields services and marine supplies drilling and dredging works, and blasting, civil, mechanical and construction works, foundry works, welding and fabrication, electrical installations, renovation works, general merchandize and general contractor.

- (d) To carry on the business of marketing, manufacturing and distributing of paints, thinner glues, and abrasive including industrial and general products.
- (e) To carry on the trade or business of building contractor, concrete molders, constructors, technicians, designers' smiths, machinists, manufacturers, printers and patentees for the purpose of promoting good business of the company.
- (f) To carry o the business as suppliers of furniture, carpeting and rugs, interiors and exterior decoration and supermarket services.
- (g) To drill for water and improve service water and to establish system for the supply of water and improve service water and to establish system for its operations and for consumption by its employees, to get and use such quantities of gravel, sand, lime, gypsum, the conduct of exploration of petroleum operations.
- (h) To carry on the business of installation and services sales and repair of television, public address and security system, training and manpower development e.t.c.

**Don't give up your dream because our company helps you in the right focus about your dream. Every man's desire is to increase his greatness.**

### **1.5.2. CONSULTANCY**

- (a) To carry on the business of general agent and to purchase or otherwise acquire and to sell, le or otherwise dispose of land deal in real and personal property or every description.
- (b) To engage in business centre, telephone services, supplier of stationery, office equipment, computer equipment and industrial service.
- (c) To carry on the business of hotel services, fast foods restaurant and catering services, (including drinking bar, dancing floor, lodging and accommodation etc)

- (d) To engage in rentals and hiring of chairs, tables, canopies, marriage materials, cold room, mobile van, cocktail party services with its entire ramification.
- (e) To purchase, sell and own royalties in oil and gas lands and leases, to pay mortgage, notes, taxes, assessments, and other charges that are or may become a lien or charge against any lands or lease in which his company may have a royal interest.
- (f) To acquire the right through licenses and leases, to avail itself of petroleum substances, such as crude oil, natural gas, ozokerite, etc. and prospecting, drilling, piping, storing, refining, and selling, both at wholesale and retail, of the aforesaid petroleum products, the buying otherwise requiring, selling and otherwise disposing of any all real estate and personal property for use in the business of the company, the construction of any and all buildings, required in carrying on the business of the company, and acting as agents for holders of oil land and the receiving and disbursement of funds to be used in drilling for the common benefit of the land holders; the doing of any and every actor thing, proper, necessary, and incidental to the general purpose of this company.
- (g) To carry on the business of computer operators, programmers and to carry on the business of Photostatting, Laminating, binding and all types of computer work in all its branches.
- (h) To enter into any agreement with any government or authority whether federal, regional, state, municipal, local or otherwise which arrangement may seem conducive to the to the company's objects or any of them and to obtain from any such government for authority and rights, privileges, concessions, or grants which the company may deem desirable to obtain and to carry out exercise and comply with such arrangements, rights, privileges, concession and grants.
- (i) Generally to do all such other things as May deemed incidental or conducive to the attainment of the above objects or any of them.

- (j) To carry on business of dry cleaning, cleaning of offices/washing of homes, cleaning of rugs/carpets, importation and distribution of all kinds of washing materials.
- (k) To carry on business of marine works, chemicals and allied services, oil equipment and independent marketers.
- (l) To carry on business on general transporters of goods and passengers, on road and in water, mass transit of all kinds, haulage agents and representatives and generally as transporter both by land and water.
- (m) To carry on business of sales and suppliers of petroleum product, store oil, petrol, gas, kerosene, filling stations, erect structures for that purpose and to carry on a business of petroleum merchants.

**Our company leads in the area of consultancy because life begins with conception.**

### **1.5.3. AGRICULTURE**

To carry on the business of farming, cash crop production, fish production, poultry production, cocoa plantation, fruits, farming, importers, exporters of agricultural products.

Our major production in terms of Agriculture is;

1. Cassava
2. Cassava Pellet
3. Cassava starch
4. Cassava Flour
5. Tapioca Chips
6. Palm Oil
7. Moringa Oleifera

Under Agriculture our company has discovered ideals which are of important to the existence of human race. Considering cassava, moringa and palm oil.

### **1.5.4. IMPORT AND EXPORT**

- (a) To carry on business of importers and exporters, general merchants, wholesalers, dealers, industrialists, distributors and suppliers of general contractor in all types of consumer goods.
- (b) To import chemicals, chemical raw materials and other things capable of being for the purpose of the company.
- (c) To establish and maintain road transport lines and systems, shipping and shipping lines.
- (d) To engage in the business of chartering, loading, and unloading, warehouse, river shipping towing of ocean and river steamers.
- (e) To carry on all or any of the business of sales and distribution of all kinds of vehicles, specialist on automotive windscreens, importer and exporters of motor spare parts, and general contracts.
- (f) To buy, sell, export, import, prepare for market and deal in all kinds of goods, (whether or not manufactured in whole or in part) and raw materials in any part of the world.

#### **1.5.5. OIL AND GAS SECTOR.**

Successful policies and interventions are likely to address multiple dimensions of this oil sector.

The company has per take in program needed to focus on retention and motivation of customers in this sector as well as recruitment of workers.

Within the oil sector our company recent innovations mean that there are multiple avenues through which success can be achieved.

We believe that oil fields can be developed in a safe and environmentally friendly way using advanced technology and fresh ideas. Our experience continues to lead us to new horizons where there is not only natural beauty but also bountiful resources for tomorrow's energy needs

At OSECO oil & gas we are proud of our role in helping to meet the increasing demand for energy in the world as an independent oil and gas company.



OSECO believes it is possible to produce oil and gas thoughtfully and carefully, protecting the beauty of our natural environment, while still meeting the world's increasing need for energy.

As the OSEMEIKHIAN & SONS ENGINEERING COMPANY (OSECO) widens its foot print across the world it is becoming ever so important to heed the needs of the young developing nations just beginning to make a place in the industrialized world. Produce oil and gas from fields that larger oil companies may not find technologically or economically feasible to develop.

## **2. Community Service**

We believe that we should always participate in the world around us and be good corporate citizens, this is the reason why we do door to door distribution of by-products. OSEMEIKHIAN & SONS ENGINEERING COMPANY (OSECO) believes in sharing its knowledge and encouraging students of all ages to learn more about energy.

For example, in Nigeria, we are sharing our expertise, technology and resources with students in the nation, to assist them in managing their country's incredible abundance of natural resources.

We are currently developing an energy related curriculum, and a recycling curriculum for use in classrooms in the state to further the education of students worldwide, about the world of energy.

Our website ([www.osecoworld.com](http://www.osecoworld.com)) does not constitute a solicitation to buy or an offer to sell any security to any person in any state absent compliance with registration or exemption requirements. Any broker-dealer through whom securities are offered may transact business in each state only if first registered, excluded, or exempted from registration requirements in that state.

**OSEMEIKHIAN & SONS ENGINEERING COMPANY (OSECO)** and affiliates offer securities only through broker/dealers who are registered with the

National Association of Securities Dealers, and only in states where such broker/dealers are registered, excluded or exempted from registration. Securities are offered only to investors/partners who meet certain qualifications, and who reside in states where the securities or the transactions are registered or exempt from registration. The information on this website should not be construed as an offer of any security to any person without our notice.

### **3. Board of Directors**

- The Board of Directors of the Company shall be appointed by the subscribers to the memorandum of Association.
- Unless and otherwise determined by the company in General Meeting, the number of Directors shall not be less than two or more than ten.
- The Directors shall have power at any time and from time to time to appoint a person as an additional Director.
- The company in General Meeting may from time to time direct such sum as may be thought fit to be paid as and by ways remuneration to the Directors and any such shall be divided amongst them as they may agree, or failing agreement, equally. The Directors shall also be entitled to be repaid all expenses reasonable incurred by them respectively in or about the performance of their duties as Directors.
- It shall not be necessary for any Director of the company to acquire or hold any share qualification, but a Director shall be entitled to receive notices, and to attend all General Meeting.

The Board of Directors for the company is responsible for the following functions of the company including, but not limited to:

#### **Planning**

- Provides continuity for the company.
- Annually reviews the Mission and Vision statements
- Develops the Annual Strategic Plan in January
- Sets measurable goals to assist the company in achieving its Annual Strategic Plan
- Meets on a regular basis to monitor and review progress of Board Committees/Sub-Committees and the Annual Strategic Goals
- Schedules regular meetings in September (Business Conference), December

(Annual General Meeting). Other meetings throughout the year are at the call of the Chairman

- Governs the company by establishing general operating policies and objectives
- Approves and evaluates programs, activities, event schedules and themes

### **Communications**

- Approves the message content and delivery to gain public and government support for the company's Vision
- Develops ongoing relationships with owners and government agencies throughout the state.
- Establishes working relationships and communications with other related companies.
- Supports staff in coordinating general membership meetings twice annually at the Business Conference and Annual General Meeting.
- Provides necessary resources to improve membership communications through the use of technology

### **Financial Responsibilities**

- Hires external accountant, reviews performance and approves compensation
- Establishes general financial guidelines and monitors financial performance on a monthly basis
- Establishes short and long term financial goals for the company
- Approves annual operating budget
- Approves special event and committee budgets
- Ensures adequate financial resources
- Monitors effective utilization of all resources
- Approves extraordinary and/or capital expenditures
- Monitors timely collection of outstanding receivables

### **Administrative Responsibilities**

- Ensures that all operations are run in accordance with its By-Laws and Constitution
- Selects and hires Manager; monitors Manager's performance and approves all staff compensation packages
- Establishes general operating policies and guidelines
- Ensures adequate office facilities to meet the needs of the company.

## **4. CONSTITUTION & BYLAWS**

### **CONSTITUTION**

#### **4.1. Article One – Name**

The name of the company is OSEMEIKHIAN & SONS ENGINEERING COMPANY LIMITED.

#### **4.2. Article Two – Purpose**

The purpose of the company shall be:

- a) To promote and enhance business opportunities.
- b) To provide a forum for its customer's to improve productivity, cost effectiveness and business planning.
- c) To acquire and disseminate information of value to the company, to the customer and to their government.
- d) To foster fellowship amongst the customers and with others Agent to whom will do business.
- e) Generally, to engage in those measures and activities this will facilitate the development and improvement of the company by speaking with one voice.

#### **4.3. Article Three – Location**

The operations of the company are to be carried out in Nigerian to which the headquarterd at such location within the state of the Board of Directors this shall be determine from time to time. This provision is alterable.

## **5. BY-LAWS**

### **5.1. Directors**

#### **5.1.1 Categories of Directorship.**

Directorship in the company shall be divided into the following categories and the Board of Directors shall determine the category into which each member shall belong.

- a) **Management Performance**

Management Performance plays a vital role in any business because the footsteps of a Giant make deep holes. Therefore the key objectives of a Director Management Performance Program are to:

1. Create a clear direction for partners / investor / employees by ensuring that work is aligned with the strategic efforts and directions of the company.
2. Assist partners / investor / employees to improve performance by providing them with:

- Clarity regarding roles, responsibilities and performance expectations.
- Assistance with identifying changes to a current professional and technical position description document.
- Rewards for strong performance and assisting to improve performance.
- Training and development relevant to individual performance areas, professional aspirations and longer term organizational needs.

3. Provide an equitable and transparent framework for regular and constructive discussions between supervisors and partners / investor / employees about:

- Future organizational developments, operational plans and their alignment with individual work plans, goals and priorities.
- Past performance efforts, giving recognition to significant achievements and defining strategies to address identified performance issues.
- Career aspirations and long term professional development plan.

4. Creating a process for determining how high performance should be rewarded, managing performance improvement, and identifying unsatisfactory performance.

So the company is committed to building a work environment that strives for and rewards high performance, maximizes Performance Management Policy and procedures which incorporates the following principles:

- a. Clear and Regular Communication.
- b. Effective Work Planning and Employee Development.

c. Feedback, Recognition and Reward.

d. Fairness and Transparency.

**b) Management Succession Planning.**

Our skills are to systematically define common objectives and functionality, priorities on what needs to be done and finally identify how best to achieve your targeted outcomes. Succession planning will ensure OSECO develops and retains partners / investor / employees necessary to accomplish the goals which are identified in the company strategic plan. OSECO succession plan will incorporate best practices of succession planning while considering the unique environment of the company. The succession plan will provide ease of transition in filling anticipated organizational human resource needs. Succession planning is a transparent inclusive process. Succession planning is supported by other strategies of the company including the strategic plan, investor/ partners /employee relations, recruitment, learning development, and risk management.

**c ) Financier Management.**

OSECO company is ready to serves you in all your investment needs because if we build it, they we come looking for us. So understand financial statement of knowing how to manage your finances because it will help you make the right decisions for your business. Financial statements that are produced regularly and correctly will provide key information for the continual improvement of business operations.

**d) Project Justification**

Those individuals who have provided distinguished service to the company building access. They describe the use, primary occupants along with the major goals and objectives of the proposed facility or development area. They also explain why the project is necessary and how it will enable the user to meet the presented goals and objectives.

#### **e) Schedule & Planning Context**

These sectors plan the road map of the company. They identify when the project will need to be completed (occupancy). It is important to recognize that a building project will typically take a few years to complete.

Furnish a list of on going or completed planning studies related to the proposed project. Identify the purpose of the investigation, when each study was finished or will be completed and the person or group who conducted the examination.

Describe contingency plans to meet program requirements if the proposed facility is not available by the desired timeframe.

Is the project part of a program plan? If so, when was the plan prepared, and who beyond the department head or Dean approved the plan?

Identify principle planning objectives and how the project meets those objectives

#### **f) Project Description.**

Furnish a brief project description, and identify the project type (new building construction, building renovation, infrastructure improvements, etc.) or provide the approximate size of the proposed project,

### **5. CLASSES OF SHARES.**

The company may from time to time issue classes of shares. It shall be the responsibility of the directors to determine the classes of shares to be issued. All the right and restrictions attached to each particular class of shares shall be specified in the terms of issue but such right may at any time be varied in accordance with the provision of the section 141 of the Act.

### **6. RESTRICTION ON TRANSFER OF SHARES.**

The Directors may in their absolute discretion and without giving any reason separate or refuse to register any transfer of any share, where her or not it is fully paid share.

The offer to existing shareholder shall be by notice specifying the number of share to which the shareholder is entitled to subscribe and limiting a time, not be less than 28 days after the services of the notice after the expiration of which the offer is not accepted will be deemed to be declined.

## **7. COMMISSION AND BROKERAGE.**

The company may exercise the power of paying commission conferred by section 131 of the Act, provided that the rate per cent of the amount of the commission paid or agreed to be paid shall be disclosed in the manner required by the said section. Such commission may be satisfied by the payment of cash or the allotment of fully or partly paid shares or in one way and partly in the other.

The company may also on any issue of shares pay such brokerage as may be lawful subject to the provision of section 72 of the Act. The company shall be bound and ratifies all pre-incorporation contracts entered into on its behalf by the promoters.

## **8. ALTERATION OF CAPITAL.**

The company may from time to time by ordinary resolution effect an alteration of its share capital in any of the ways set out in section 100 of the Act.

Subject to the provision of the Act on reduction of capital, the company may whenever it consider it expedient to do so, by special resolution reduce its share capital any redemption fund or any share premium account.

## **9. NOTICES.**

A notice may be given by the company to any member either personally or by sending by post to him or to his registered address or (if he has no registered address within Nigeria) to the address if any is within Nigeria



supplied by him to the company for the giving of notices to him. Where a notice is sent by post, service of the notice shall be deemed to be affected by properly addressing prepaying and posting a letter containing the notice and to have been effected at the expiration of 7 days after the letter containing the same is posted.

## **10. MEETINGS.**

The annual general meeting shall be held at such a time and place as the directors shall appoint.

The Chairman of the Board of Directors shall preside as Chairman at every general meeting of the company or if there is no such Chairman or if he is not present within thirty minutes after the time appointed for the holding of the meeting or he is unwilling to act, the directors present shall choose one of their members to be the Chairman of the meeting.

## **11. BORROWING POWER.**

The Directors may exercise all the powers of the company to borrow money and to mortgage or charge its undertaking, property and uncalled capital, or any part thereof, and to issue debenture stock and other securities whether outright or as a security for the debt, liability or obligation of the company or of any third party.

## **12. THE SEAL**

The Directors shall provide for the safe custody of the seal, which shall only be used by the authority of the Directors or of a committee of the Directors authorized by the directors on behalf and every instrument to which the seal is affixed to be signed by the director and counter signed by the secretary or by a second director or some other person appointed by the directors for the purpose.

### **13. INDEMNITY.**

Every Director, Managing Director, Agent, Auditor, Secretary and other Officer for the time being of the company shall be indemnified out of the assets of the company against any liability incurred by him in defending any proceedings whether civil or criminal in which judgment is given in his favour or in which he is acquitted.